

Exhibit 78

Board Meeting: Ethics & Compliance

**CONFIDENTIAL
PRESENTATION**

March 2017



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Agenda

- Remit
- Compliance Framework
- 2016 Highlights
- 2017 Improvements

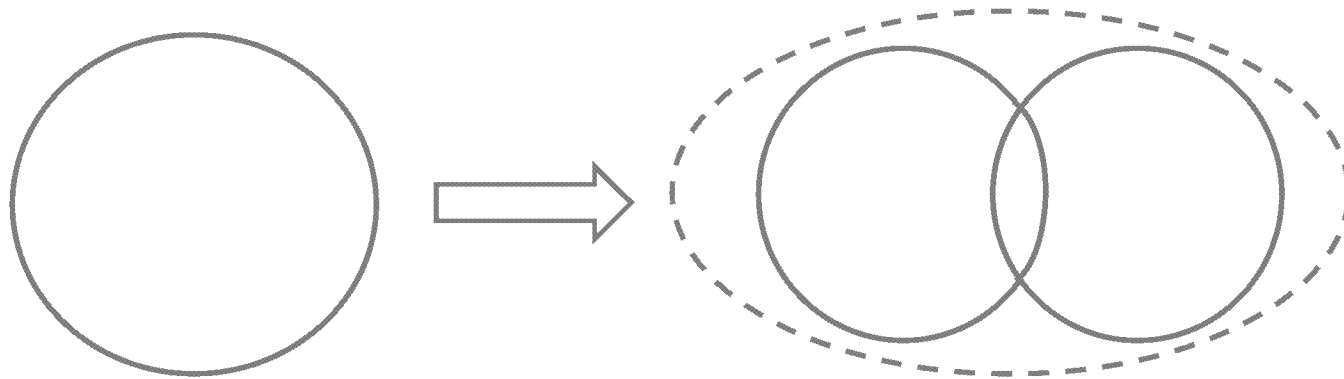
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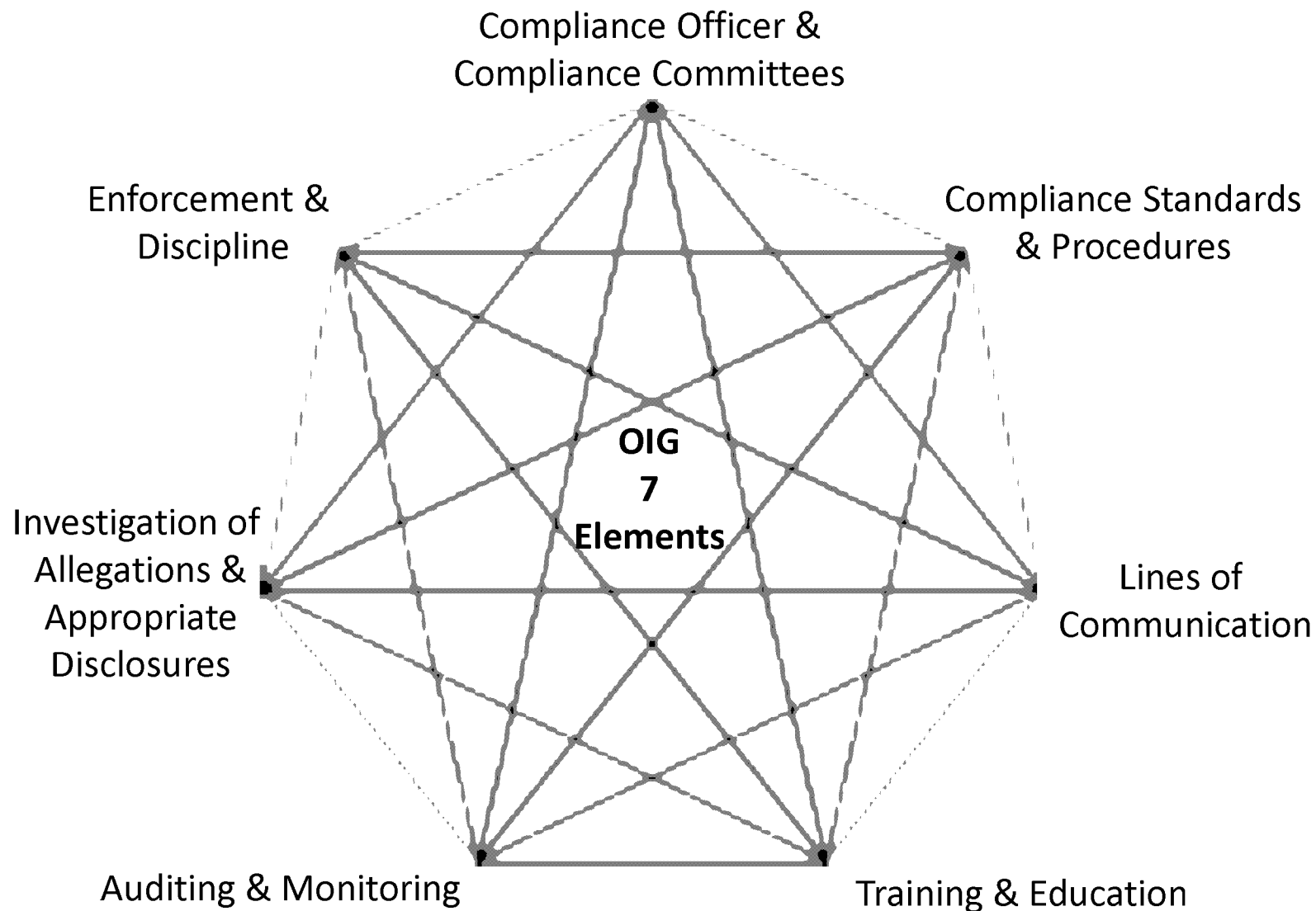
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Ethics & Compliance remit is evolving to meet demands of a changing environment

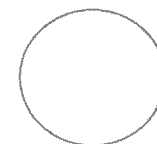


*Our compliance program continues to evolve in response to
enterprise-wide risks*

We regularly evaluate our program against the OIG's 7 Elements of an Effective Compliance Program



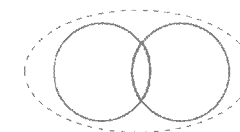
In 2016, there were no significant compliance issues and we met all “business as usual” requirements



Compliance Officer & Committees	<ul style="list-style-type: none">• Team with long-standing Purdue experience• Expertise handling compliance issues with controlled substances
Standards & Procedures	<ul style="list-style-type: none">• Established SOPs; routine updates• Development of new policies & procedures
Lines of Communication	<ul style="list-style-type: none">• Open Door Policy – 182 matters (62% commercial matters)• Hotline – 69 matters (71% medical matters)
Training & Education	<ul style="list-style-type: none">• Innovative new live sales training introduced• 27 OWL modules in 2016 – 100% completion rate
Auditing & Monitoring	<ul style="list-style-type: none">• Targeted monitoring activities – call notes (~10%), speaker programs (~10%), ride alongs (~5%)
Investigations & Disclosures	<ul style="list-style-type: none">• More than 250 inquiries and matters addressed in 2016
Enforcement & Discipline	<ul style="list-style-type: none">• 2016 Trends –Increase in compliance-related terminations in 2016 (n=25)

Additionally, the department is committed to accurate and timely expense reporting consistent with the requirements of the Federal Physician Payments Sunshine Act.

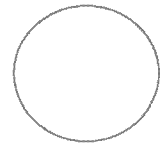




E & C helped drive key 2016 business initiatives

Creation of messaging and materials around opioid risks	Commercial Medical
Development of <i>AlphaImpactRx</i> metrics and incorporation into field incentive compensation plan	Commercial Human Resources
Nation-wide roll out of messaging re Opioid REMS education	Commercial Law
Creation and distribution of Prescription Drug Monitoring Program materials by state	Commercial State Gov't Affairs
Review of corporate and commercial websites and materials <ul style="list-style-type: none">• Eliminated non-branded websites• Reduction in materials (>75%)	Commercial Law Medical
Compliance support of addiction advisory board	Medical
Redesigned structure of RxREACTS /RxLELE teams and controls	Law Corporate Security
Enterprise Risk Assessment Working Group	Various
Support of Commercial Initiatives – e.g., PDMP Accelerator and “Empty the Medicine Cabinet”	Commercial

In 2017, we will enhance our program to meet our enterprise-wide compliance remit

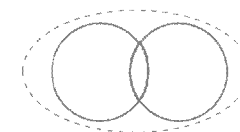


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|------------------------------------|--|
| Compliance Officer
& Committees | <ul style="list-style-type: none">• Expansion for key roles – Suspicious Order Monitoring (SOM), Abuse and Diversion Detection (ADD); compliance champions• Establishment of enhanced Risk & Compliance Committee |
| Standards &
Procedures | <ul style="list-style-type: none">• Planned updates anticipated to Code of Business Ethics and Healthcare Law Compliance (HCLC) Policies |
| Lines of
Communication | <ul style="list-style-type: none">• Quarterly “tone from the top” and “tone from the middle” communications |
| Training &
Education | <ul style="list-style-type: none">• Introduction of innovative new online formats |
| Auditing &
Monitoring | <ul style="list-style-type: none">• Enhanced monitoring - SOM, ADD, and Healthcare Professional (HCP) Vetting• Enhanced controls and monitoring related to speaker programs |
| Investigations &
Disclosures | <ul style="list-style-type: none">• Data mining and metrics to allow proactive identification of issues |
| Enforcement &
Discipline | <ul style="list-style-type: none">• Compliance-related discipline will require manager discussion w/ E&C prior to a compensation decisions |

In addition to reporting of mandatory Sunshine Act data, in 2017, the Ethics & Compliance team will engage in data mining to supplement various compliance efforts.



We have committed to an aggressive 2017 agenda to support setting the new standard



- Suspicious Order Monitoring (SOM) Q3
- Abuse & Diversion Detection (ADD) Q4
- HCP Vetting Process Q4

- Improved enterprise risk management process Q2
- First report of risks and mitigation plans Q3
- Quarterly benchmarking calls with CECOs of similar-sized U.S. programs Ongoing

- Improved compliance metrics dashboard Q4
- Agreement on priority metrics Q2
- Collaboration with industry leaders on defining key metrics Q1

- Complete deployment Skadden enhancements Q3
- Survey pending legislation to allow proactive enhancements to compliance program Ongoing
- Evaluate media reports, settlements and other external sources to identify program enhancements Ongoing



Back Up Slides



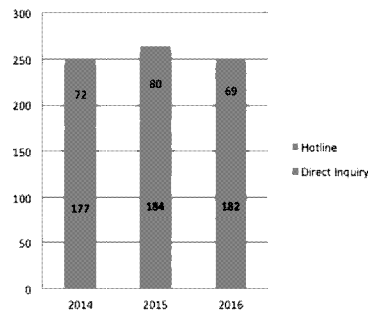
Hotline Matters and Inquiries - 2016

Graphs represent closed matters only.

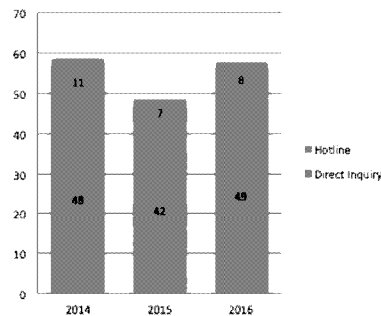
Both the average number of matters per year and the average number of days to investigate matters have remained relatively static year over year from 2014-2016.

The majority of direct inquiries are field/marketing-related while the majority of hotline calls are product-related – e.g., medical questions about brand and OTC products, adverse events, product complaints.

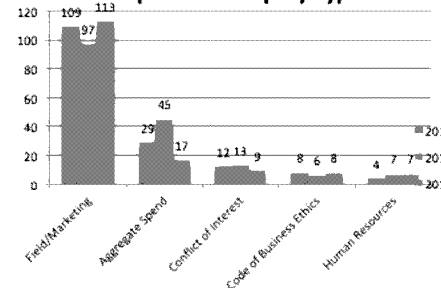
Matters by Year



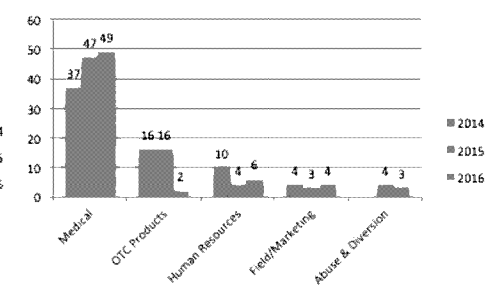
Avg. Days to Investigate



Top 5 Direct Inquiry Types

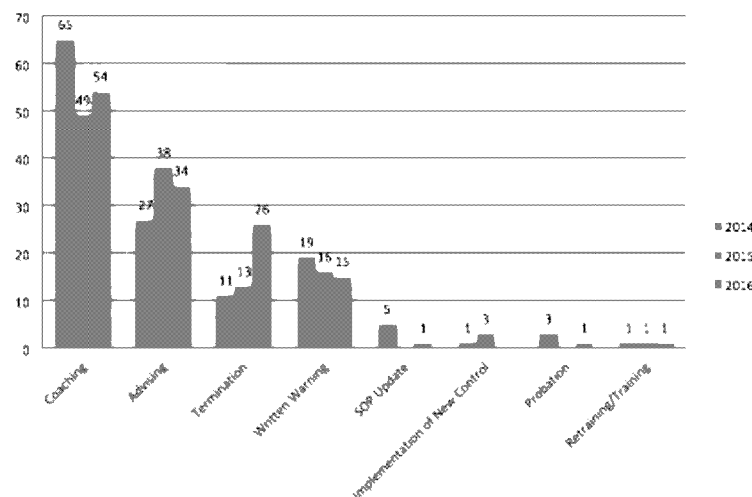


Top 5 Hotline Types

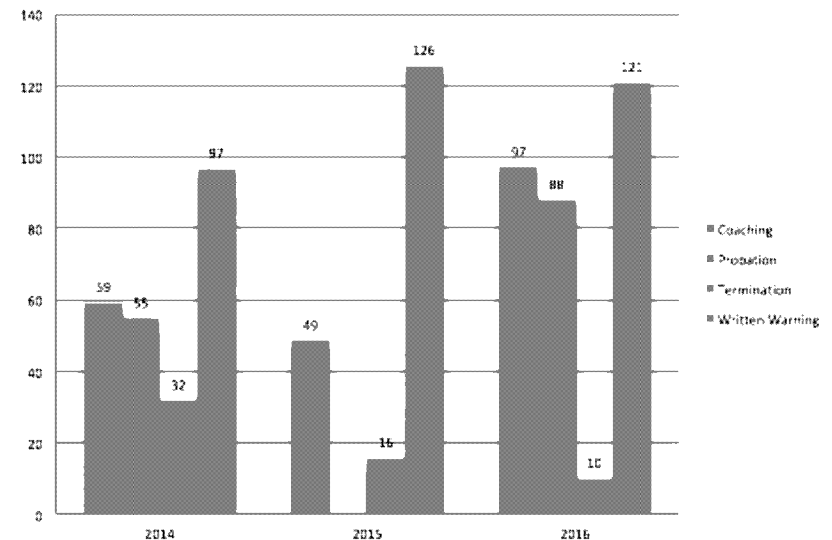


Corrective action for the majority of issues involved coaching or advising. There was a spike in compliance-related terminations in 2016, most of which were commercial-related terminations.

Primary Action Taken



**Avg. Days to Investigate by Action Taken
(Direct Inquiries)**



2017 Objectives for Ethics & Compliance



Set The New Standard for Responsible Opioid Education & Prescribing

- Provide organization with consistent oversight of Suspicious Order Monitoring (SOM) and Abuse & Diversion Detection (ADD)
- Deploy improved enterprise risk management process to comprehensively identify risks and oversee mitigation
- Implement improved compliance metrics that will drive proactive risk mitigation in 2018 and beyond
- Complete deployment of previously-committed risk remediation related to training

Achieve Operational & Commercial Excellence

- Provide timely and complete compliance support to Symproic integration and launch; implementation of physical sampling program; initiation of Account Service Representative role.

Diversify The Company through Business Development and R&D

- Participate in effective and efficient due diligence process on Business Development opportunities once diligence is launched by Deal Committee.
- For any opioid evaluated in diligence, assess target company alignment with Purdue standards for Responsible Opioid Education & Prescribing.

Recruit, Retain, and Engage the Best People

- Increased employee engagement as measured by Purdue Pulse Survey results
- Retain top talent

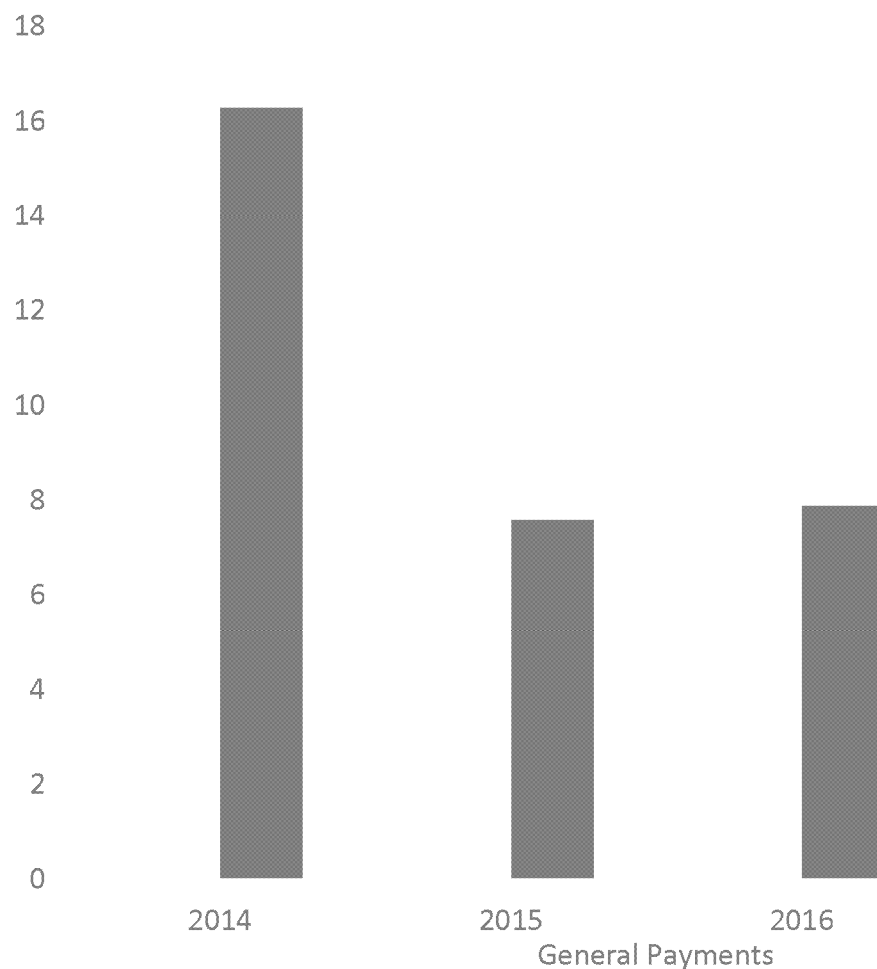
Imperative: Collectively and individually maintain the highest ethical standards and continued compliance with all laws, regulations and Company policies.



Anticipated 2017 Sunshine Act Filing (2016 data)



Spend by Year (\$M)



2013 (data reported from 8/1/13-12/31/13)

Open Payments Report	Total Aggregated Spend \$	Total # of Records
Research Payments	\$7,280,494.31	1,047
General Payments	\$3,775,133.40	25,336

2014 (full year)

Open Payments Report	Total Aggregated Spend \$	Total # of Records
Research Payments	\$16,289,842.21	2,145
General Payments	\$7,419,012.12	65,658

2015 (full year)

Open Payments Report	Total Aggregated Spend \$	Total # of Records
Research Payments	\$7,603,834.35	525
General Payments	\$11,155,499.90	78,617

2016 (full year - subject to change)

Open Payments Report	Total Aggregated Spend \$	Total # of Records
Research Payments	\$7,922,320.85	252
General Payments	\$7,620,719.36	80,146